

Bingle John
 Form 4
 February 25, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Bingle John

2. Issuer Name and Ticker or Trading Symbol
 FERRO CORP [FOE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 6060 PARKLAND BOULEVARD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/21/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Treasurer & Investor Relations

MAYFIELD HEIGHTS, OH 44124
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/25/2013		F	372 D \$ 5.58	5,843 ⁽¹⁾	D	
Common Stock					10.959	I	Investment Savings Plan
Common Stock - Restricted Shares					2,000 ⁽¹⁾	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options (Right to Buy)	\$ 5.29	02/21/2013		A		5,300		02/21/2014	02/21/2023	Common Stock	5,300
Restricted Share Unit	\$ 0	02/21/2013		A		2,500		02/23/2016	02/23/2016	Common Stock	2,500
Performance Share Unit	\$ 0	02/21/2013		A		6,200		(2)	12/31/2015	Common Stock	6,200
Performance Share Unit	\$ 0							(2)	12/31/2014	Common Stock	5,600
Phantom Shares	(3)							(3)	(3)	Common Stock	965.1
Restricted Share Unit	\$ 0							02/23/2015	02/23/2015	Common Stock	2,300
Stock Options (Right to Buy) (4)	\$ 19.39							02/07/2006	02/07/2015	Common Stock	1,000
Stock Options (Right to Buy) (4)	\$ 20.69							02/16/2007	02/16/2016	Common Stock	1,500
Stock Options (Right to Buy) (4)	\$ 21.99							02/06/2008	02/06/2017	Common Stock	2,000
Stock	\$ 17.26							02/28/2009	02/28/2018	Common	3,500

